

EXHIBIT B

Quickel Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AGWAY FARM & HOME SUPPLY, LLC,¹

Debtor.

Chapter 11

Case No. 22-10602 (JKS)

**DECLARATION OF JAY QUICKEL IN SUPPORT OF DEBTOR'S APPLICATION
FOR ENTRY OF AN ORDER AUTHORIZING AND APPROVING
THE EMPLOYMENT OF MORRIS JAMES LLP AS COUNSEL TO THE
DEBTOR NUNC PRO TUNC TO JULY 5, 2022**

I, Jay Quickel, being duly sworn, declare pursuant to 28 U.S.C. § 1746, under penalty of perjury that deposes and says:

1. I am the President and Chief Executive Officer ("CEO") of Agway Farm & Home Supply, LLC ("Debtor" or the "Company") that has filed a voluntary petition (the "Chapter 11 Petition") under Chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), commencing this Chapter 11 case (the "Chapter 11 Case").

2. I have reviewed and am familiar with contents of the *Application to Authorize and Approve the Employment of Morris James LLP as Counsel to the Debtor nunc pro tunc to July 5, 2022* (the "Application").² In support of the Application, the Debtor relies upon the Waxman Declaration, which is attached to the Application as Exhibit C.

3. The Debtor selected Morris James LLP (the "Firm" or "Morris James") because the Firm's general legal experience and knowledge, and, in particular, its substantial experience representing debtors and recognized expertise in the field of business reorganization under chapter 11 of the Bankruptcy Code. I understand that the Firm's expertise includes representing

¹ The last four digits of the Debtor's federal tax identification number are 1247. The Debtor's address is 6606 W. Broad Street, Richmond, VA 23230.

² Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Application.

debtors in mid-market to large and complex bankruptcy cases. The Firm has worked closely with the Debtor and other parties-in-interest to become familiar with the Debtor's business and many of the potential legal issues that may arise in the context of this Chapter 11 Case. For these reasons, the Debtor believes that the Firm is well-qualified and uniquely able to represent the Debtor in this Chapter 11 Case in an efficient and timely manner.

4. The Debtor reviewed the Firm's standard rates for bankruptcy services, as set forth in the Application. Based upon representations made to the Debtor by the Firm, I understand that those rates are generally consistent with the Firm's rates for comparable non-bankruptcy engagements and the billing rates and terms of other comparably skilled firms for providing similar services. Based on these representations and the Firm's experience in both the bankruptcy field and in other fields in which the Debtor operates, the Debtor believes these rates are reasonable.


5. The facts set forth in this Declaration are based upon my personal knowledge, my review of the relevant documents, information provided to me or verified by the Debtor's counsel, and my personal opinions based upon my experience, knowledge, and information provided to me. I am authorized to submit this Declaration on behalf of the Debtor, and if called upon to testify, I would testify competently to the facts set forth herein.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States, that the foregoing statements are true and correct.

Respectfully submitted,

Dated: July 13, 2022

Agway Farm & Home Supply, LLC

/s/ 

Jay Quickel
President and Chief Executive Officer